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## Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No. 1545-0052

2013

Department of the Treasury  
Internal Revenue ServiceDo not enter Social Security numbers on this form as it may be made public.  
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Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation <b>WEST FOUNDATION, INC.</b>		A Employer identification number <b>23-7416727</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>111 MONUMENT CIRCLE</b>	Room/suite <b>220</b>	B Telephone number <b>317-972-0204</b>
City or town, state or province, country, and ZIP or foreign postal code <b>INDIANAPOLIS, IN 46204</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ <b>6,273,664.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		17.	17.		STATEMENT 1
4 Dividends and interest from securities		99,504.	99,504.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		247,237.			
b Gross sales price for all assets on line 6a		3,444,862.			
7 Capital gain net income (from Part IV, line 2)			247,237.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		53.	53.		STATEMENT 3
12 Total Add lines 1 through 11		346,811.	346,811.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 4		1,445.	0.		1,445.
c Other professional fees					
17 Interest					
18 Taxes					
19 Depreciation and depletion					
20 Occupancy		38,062.	0.		38,062.
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		59,619.	43,409.		16,714.
24 Total operating and administrative expenses Add lines 13 through 23		99,126.	43,409.		56,221.
25 Contributions, gifts, grants paid		480,000.			480,000.
26 Total expenses and disbursements Add lines 24 and 25		579,126.	43,409.		536,221.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-232,315.			
b Net investment income (if negative, enter -0-)			303,402.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		325,652.	272,173.	272,173.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations STMT 7		531,126.	0.	0.
	b	Investments - corporate stock STMT 8		4,504,588.	4,272,939.	5,190,362.
	c	Investments - corporate bonds STMT 9		76,960.	718,626.	811,129.
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 10		40,355.	0.	0.	
14	Land, buildings, and equipment; basis ▶		71,108.			
	Less: accumulated depreciation STMT 11 ▶		71,108.			
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		5,478,681.	5,263,738.	6,273,664.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31					
	27	Capital stock, trust principal, or current funds		400,000.	400,000.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		3,470,985.	3,470,985.	
	29	Retained earnings, accumulated income, endowment, or other funds		1,607,696.	1,392,753.	
30	Total net assets or fund balances		5,478,681.	5,263,738.		
31	Total liabilities and net assets/fund balances		5,478,681.	5,263,738.		

## Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	5,478,681.
2	Enter amount from Part I, line 27a	2	-232,315.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	17,372.
4	Add lines 1, 2, and 3	4	5,263,738.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,263,738.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENTS			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 3,444,862.		3,197,625.	247,237.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			247,237.

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	247,237.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	666,863.	5,551,630.	.120120
2011	549,436.	5,640,148.	.097415
2010	473,297.	5,527,924.	.085619
2009	431,075.	4,937,533.	.087306
2008	1,118,452.	8,356,929.	.133835

2 Total of line 1, column (d)	2	.524295
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.104859
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	5,817,882.
5 Multiply line 4 by line 3	5	610,057.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,034.
7 Add lines 5 and 6	7	613,091.
8 Enter qualifying distributions from Part XII, line 4	8	536,221.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.  
See the Part VI instructions.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	6,068.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	6,068.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		5	6,068.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	840.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	840.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	5,228.	
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV		
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> IN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation		
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

**Part VII-A Statements Regarding Activities** (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► JOANNA DAY Telephone no. ► 317-972-0204 Located at ► 111 MONUMENT CIRCLE, STE. 220, INDIANAPOLIS, IN ZIP+4 ► 46204			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		4b X

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required** (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PHYLLIS WEST 4120 N. ILLINOIS STREET INDIANAPOLIS, IN 46208	VICE PRESIDENT 2.00	0.	0.	0.
EMILY WEST 332 N. EAST STREET INDIANAPOLIS, IN 46208	DIRECTOR 30.00	0.	0.	0.

**2** Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

**Total** number of other employees paid over \$50,000

0

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

**Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 SEE ATTACHMENT #1	
	0.
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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**Part X****Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	5,301,333.
b	Average of monthly cash balances	1b	605,146.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	5,906,479.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	5,906,479.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	88,597.
5	<b>Net value of noncharitable-use assets</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,817,882.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	290,894.

**Part XI****Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	290,894.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	6,068.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	6,068.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	284,826.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	284,826.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	284,826.

**Part XII****Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	536,221.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	536,221.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	<b>Adjusted qualifying distributions</b> Subtract line 5 from line 4	6	536,221.

**Note** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				284,826.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	720,189.			
b From 2009	187,783.			
c From 2010	211,333.			
d From 2011	270,473.			
e From 2012	390,907.			
f Total of lines 3a through e	1,780,685.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$	536,221.			
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				284,826.
e Remaining amount distributed out of corpus	251,395.			
5 Excess distributions carryover applied to 2013 (if an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	2,032,080.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	720,189.			
9 Excess distributions carryover to 2014 Subtract lines 7 and 8 from line 6a	1,311,891.			
10 Analysis of line 9:				
a Excess from 2009	187,783.			
b Excess from 2010	211,333.			
c Excess from 2011	270,473.			
d Excess from 2012	390,907.			
e Excess from 2013	251,395.			



**Part XV** Supplementary Information (continued)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
SEE ATTACHMENT #1				480,000.
<b>Total</b>			<b>3a</b>	480,000.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>			<b>3b</b>	0.





**Schedule B**(Form 990, 990-EZ,  
or 990-PF)Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.  
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and  
its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No 1545-0047

**2013**

Name of the organization

WEST FOUNDATION, INC.

Employer identification number

23-7416727

Organization type (check one)

## Filers of:

## Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**☐ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.**Special Rules**☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization	Employer identification number
<b>WEST FOUNDATION, INC.</b>	<b>23-7416727</b>

**Part I Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	PHYLLIS WEST 4120 NORTH ILLINOIS STREET INDIANAPOLIS, IN 46208	\$ _____	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)



Name of organization

Employer identification number

**WEST FOUNDATION, INC.****23-7416727****Part II Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

**WEST FOUNDATION, INC.****23-7416727**

**Part III** Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$ \_\_\_\_\_

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	WELLS FARGO 1702	P	VARIOUS	07/01/13
b	WELLS FARGO 1702	P	VARIOUS	07/01/13
c	WELLS FARGO 1702	P	VARIOUS	07/01/13
d	WELLS FARGO 1702	P	VARIOUS	07/01/13
e	WELLS FARGO 6873	P	VARIOUS	07/01/13
f	WELLS FARGO 6873	P	VARIOUS	07/01/13
g	WELLS FARGO 6873	P	VARIOUS	07/01/13
h	WELLS FARGO 6873	P	VARIOUS	07/01/13
i	WELLS FARGO 6613	P	VARIOUS	07/01/13
j	WELLS FARGO 6613	P	VARIOUS	07/01/13
k	WELLS FARGO 6613	P	VARIOUS	07/01/13
l	WELLS FARGO 5584	P	VARIOUS	07/01/13
m	WELLS FARGO 5584	P	VARIOUS	07/01/13
n	WELLS FARGO 5584	P	VARIOUS	07/01/13
o	WELLS FARGO 1934	P	VARIOUS	07/01/13

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	286,393.	248,841.	37,552.
b	101,865.	99,222.	2,643.
c	566,229.	515,597.	50,632.
d	107.	107.	0.
e	21,729.	21,582.	147.
f	135,967.	135,742.	225.
g	1,143.	1,113.	30.
h	172,756.	170,761.	1,995.
i	18,329.	18,098.	231.
j	171,820.	177,206.	-5,386.
k	233,112.	230,331.	2,781.
l	30,894.	32,763.	-1,869.
m	23,736.	23,733.	3.
n	74,954.	52,275.	22,679.
o	331,589.	352,071.	-20,482.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			37,552.
b			2,643.
c			50,632.
d			0.
e			147.
f			225.
g			30.
h			1,995.
i			231.
j			-5,386.
k			2,781.
l			-1,869.
m			3.
n			22,679.
o			-20,482.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	WELLS FARGO 1934	P	VARIOUS	07/01/13
b	WELLS FARGO 6343	P	VARIOUS	07/01/13
c	WELLS FARGO 6343	P	VARIOUS	07/01/13
d	WELLS FARGO 6343	P	VARIOUS	07/01/13
e	WHMT 6613	P	VARIOUS	07/01/13
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	103,931.	95,487.	8,444.
b	781,974.	745,185.	36,789.
c	343,014.	247,076.	95,938.
d	29,128.	14,243.	14,885.
e	16,192.	16,192.	0.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			8,444.
b			36,789.
c			95,938.
d			14,885.
e			0.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	247,237.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
FIFTH THIRD BANK	17.	17.	
TOTAL TO PART I, LINE 3	17.	17.	

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
WACHOVIA SECURITIES	99,504.	0.	99,504.	99,504.	
TO PART I, LINE 4	99,504.	0.	99,504.	99,504.	

## FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS INVESTMENT INCOME	53.	53.	
TOTAL TO FORM 990-PF, PART I, LINE 11	53.	53.	

## FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
SOMERSET, TAX PREPARATION	1,445.	0.		1,445.
TO FORM 990-PF, PG 1, LN 16B	1,445.	0.		1,445.

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
COMPUTER & TRAINING EXPENSE	1,318.	0.		1,318.	
BROKER FEES	43,409.	43,409.		0.	
TELEPHONE & INTERNET	2,590.	0.		2,590.	
LIABILITY INSURANCE	1,383.	0.		1,383.	
OFFICE SUPPLIES	423.	0.		423.	
PARKING	6,120.	0.		6,120.	
INTERNET SERVICE	835.	0.		835.	
INVESTMENT EXP - WHMT	288.	0.		288.	
OTHER EXPENSE - 1702	107.	0.		107.	
REPAIRS	548.	0.		548.	
DUES & SUBSCRIPTIONS	1,073.	0.		1,577.	
MISCELLANEOUS	1,525.	0.		1,525.	
TO FORM 990-PF, PG 1, LN 23	59,619.	43,409.		16,714.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES			STATEMENT	6
DESCRIPTION	AMOUNT				
NONDIVIDEND DISTRIBUTION	5,859.				
ADJUSTMENT FOR DIFFERENCE IN COST BASIS	10,076.				
INCOME TAX REFUND	1,437.				
TOTAL TO FORM 990-PF, PART III, LINE 3	17,372.				

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	7
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
INVESTMENTS - WELLS FARGO (SEE ATTACHMENT #3)	X		0.	0.	
INVESTMENTS - WELLS FARGO (SEE ATTACHMENT #4)	X		0.	0.	
TOTAL U.S. GOVERNMENT OBLIGATIONS					
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
INVESTMENTS - WELLS FARGO (SEE ATTACHMENT #2)	2,100,207.	2,261,919.	
INVESTMENTS - WELLS FARGO (SEE ATTACHMENT #5)	734,381.	985,100.	
INVESTMENTS - WELLS FARGO (SEE ATTACHMENT #6)	828,754.	1,113,661.	
INVESTMENTS - WELLS FARGO (SEE ATTACHMENT #7)	609,597.	829,682.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,272,939.	5,190,362.	

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
INVESTMENTS - WELLS FARGO (SEE ATTACHMENT #3)	0.	0.	
INVESTMENTS - WELLS FARGO (SEE ATTACHMENT #3)	718,626.	811,129.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	718,626.	811,129.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - WELLS FARGO (SEE ATTACHMENT #3)	FMV	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		0.	0.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	11
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE - LOBBY	6,220.	6,220.	0.
FURNITURE - CONFERENCE	8,908.	8,908.	0.
FURNITURE - WORK A	1,944.	1,944.	0.
FURNITURE - PMW OFFICE	3,637.	3,637.	0.
FURNITURE - SRW OFFICE	11,716.	11,716.	0.
FURNITURE - EAW OFFICE	11,045.	11,045.	0.

TELEPHONES	2,100.	2,100.	0.
FURNITURE - OTHER	2,002.	2,002.	0.
NCES	1,245.	1,245.	0.
TABLETOPS	859.	859.	0.
ARMOIRE	1,574.	1,574.	0.
BUSINESS MACHINES	6,705.	6,705.	0.
COMPUTER AND INSTALLATION	13,153.	13,153.	0.
TOTAL TO FM 990-PF, PART II, LN 14	71,108.	71,108.	0.



## 2013 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	FURNITURE - LOBBY	061196200DB	7.00	17		6,220.			6,220.	6,220.		0.
2	FURNITURE - CONFERENCE	041596200DB	7.00	17		8,908.			8,908.	8,908.		0.
3	FURNITURE - WORK A	032096200DB	7.00	17		1,944.			1,944.	1,944.		0.
4	FURNITURE - PMW	052596200DB	7.00	17		3,637.			3,637.	3,637.		0.
5	FURNITURE - SRW	061096200DB	7.00	17		11,716.			11,716.	11,716.		0.
6	FURNITURE - EAW	043096200DB	7.00	17		11,045.			11,045.	11,045.		0.
7	TELEPHONES	030196200DB	5.00	17		2,100.			2,100.	2,100.		0.
8	FURNITURE - OTHER	091596200DB	7.00	17		2,002.			2,002.	2,002.		0.
9	NCE	101096200DB	5.00	17		1,245.			1,245.	1,245.		0.
10	TABLETOPS	050997200DB	7.00	17		859.			859.	859.		0.
11	ARMOIRE	052297200DB	7.00	17		1,574.			1,574.	1,574.		0.
12	BUSINESS MACHINES	060397200DB	5.00	17		6,705.			6,705.	6,705.		0.
13	COMPUTER AND INSTALLATION	010105SL	5.00	17		13,153.			13,153.	13,153.		0.
	* TOTAL 990-PF PG 1 DEPR					71,108.		0.	71,108.	71,108.	0.	0.

328102  
05-01-13

(D) - Asset disposed

\* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

**Depreciation and Amortization 990-PF**  
(Including Information on Listed Property)

▶ See separate instructions.

▶ Attach to your tax return.

**2013**Attachment  
Sequence No 179

WEST FOUNDATION, INC.

FORM 990-PF PAGE 1

23-7416727

**Part I Election To Expense Certain Property Under Section 179** Note: If you have any listed property, complete Part V before you complete Part I

1	Maximum amount (see instructions)	1	500,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	2,000,000.
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2012 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2014 Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property)**

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

**Part III MACRS Depreciation (Do not include listed property.) (See instructions)****Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2013	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

**Section B - Assets Placed in Service During 2013 Tax Year Using the General Depreciation System**

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property	/		27.5 yrs	MM	S/L	
i Nonresidential real property	/		39 yrs.	MM	S/L	

**Section C - Assets Placed in Service During 2013 Tax Year Using the Alternative Depreciation System**

(a) Class life	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year	/		40 yrs	MM	S/L	

**Part IV Summary (See instructions.)**

21	Listed property Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr	22	0.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

**Part V Listed Property** (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)**Note:** For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.**Section A - Depreciation and Other Information** (Caution: See the instructions for limits for passenger automobiles.)**24a** Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24b** If "Yes," is the evidence written? ☐ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
--	-------------------------------------	--	-------------------------------	--	---------------------------	------------------------------	----------------------------------	---------------------------------------

**25** Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use**25****26** Property used more than 50% in a qualified business use.

		%						
		%						
		%						

**27** Property used 50% or less in a qualified business use:

		%			S/L -			
		%			S/L -			
		%			S/L -			

**28** Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1**28****29** Add amounts in column (i), line 26. Enter here and on line 7, page 1**29****Section B - Information on Use of Vehicles**

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle	(b) Vehicle	(c) Vehicle	(d) Vehicle	(e) Vehicle	(f) Vehicle
<b>30</b> Total business/investment miles driven during the year (do not include commuting miles)						
<b>31</b> Total commuting miles driven during the year						
<b>32</b> Total other personal (noncommuting) miles driven						
<b>33</b> Total miles driven during the year. Add lines 30 through 32						
<b>34</b> Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No
<b>35</b> Was the vehicle used primarily by a more than 5% owner or related person?						
<b>36</b> Is another vehicle available for personal use?						

**Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees**

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

	Yes	No
<b>37</b> Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
<b>38</b> Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners.		
<b>39</b> Do you treat all use of vehicles by employees as personal use?		
<b>40</b> Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
<b>41</b> Do you meet the requirements concerning qualified automobile demonstration use?		

**Note:** If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.**Part VI Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
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**42** Amortization of costs that begins during your 2013 tax year.


**43** Amortization of costs that began before your 2013 tax year**43****44** Total. Add amounts in column (f). See the instructions for where to report**44**

## WEST FOUNDATION

## CHARITABLE GIFTS

2013

ORGANIZATION	PROJECT	GRANT DATE	GRANT AMOUNT
Agora Partnerships OpenGov Hub	towards Women's Accelerator Program	12/5/2013	\$15,000
Blue Planet Network	Member Training Program	12/20/2013	\$6,000
Building Tomorrow	Expand College Chapter Fundraising efforts	4/15/2013	\$10,000
CARE	SHOUJARDO II Prog In Bangladesh	12/20/2013	\$15,000
Containers 2 Clinics	Training Health Workers Haiti	1/9/2014	\$15,000
Goodweave USA	Program in Afghanistan	6/11/2013	\$15,000
Hesperian Foundation	Book Production	4/15/2013	\$20,000
	Book Projects		
	Matching Grant		
MAP International	Environmental Health		
	Global Logistical Info Technology Program	4/15/2013	\$20,000
	Total Health Village Program		
Microfinance Information Exchange	MIX Gold portfolio reporting service	6/11/1013	\$15,000
mothers2mothers	Mentor Mother services in sub-Saharan Africa	12/20/2013	\$15,000
Nurturing Minds, Inc	School Program in Tanzania	12/5/2013	\$15,000
Opportunity International	Microfinance Program in Nicaragua	4/15/2013	\$15,000
Outreach International	Organ Capacity Bldg efforts	12/20/2013	\$19,000
Project MedSend	Part/time Devl Staff Member in CA	6/11/2013	\$25,000
Pro Mujer Internation. (Rebecca Feinberg)	Pro Mujer's initiatives program	12/5/2013	\$15,000 00
READ Global	Women's Empowerment Prog In Nepal	12/20/2013	\$15,000
Resource Foundation	Rural Devel Initiatives in Colombia & Guatemala	12/20/2013	\$30,000
Smiles Forever	Dental Hygienist Training Program	4/15/2013	\$10,000
SIL (Strategies for Intl Development)	for Guatemalan coffee farmers	4/15/2013	\$15,000
SYDA	Water Sanit Prog K€ 3 of 3 pmts		
Syracuse University (Replaces Moynihan Inst Of Global Affairs)	1 of 3 pmt as of 12/28/12	2/28/2013	\$5,000
	2 of 3 Pmt for Maxwell Schl's Transnatl	12/5/2013	\$20,000
Tanari International, Inc	Executive Director Salary	12/20/2013	\$5,000
TechnoServe	Tea Industry Initiative/Tanzania		
TechnoServe	Coffee and Cocoa Production in Peru	12/5/2013	\$30,000
	Leadership Seminar in Mozambique		
The Aspen Institute	For Arts Partners at Aspen Program	6/11/2013	\$25,000
Trickle Up Program	Guatemalan Program	6/11/2013	\$30,000
Village Enterprise Fund	Support SMART Program	6/11/2013	\$15,000
Wild4Life	Program Grant	4/15/2013	\$15,000
World Community Service Foundation	For Rotary Fdn's Afghanistan Village Prog	11/1/2013	\$10,000
World Neighbors	Devl & Impl Of New Online Strategies	4/15/2013	\$20,000

\$ 480,000

ATTACHMENT

622 23-7416727

WEST FOUNDATION INC. - 2013  
8681-1702 WELLS FARGO

23-7416727

<u>DESCRIPTION</u>	<u>2013 BEGINNING BOOK VALUE</u>	<u>2013 ENDING BOOK VALUE</u>	<u>2013 ENDING FMV</u>
APPLE INC	290,284	290,284	280,510
AT & T	186,593	186,593	175,800
CENTURYLINK INC	39,675	39,675	45,832
CHURCH & DWIGHT INC	291,384	291,384	331,400
ECOLAB	134,507	134,507	208,540
FIRST MERCHANTS CORP	163,584	124,489	181,776
HH GREGG	103,765	103,765	55,880
INTUITIVE SURGICAL INC	248,841		
ISHARES BARCLAYS TIPSET	205,346		
MARATHON OIL CORP	302	361	1,271
MARATHON OIL CORP	204	146	1,651
MARKETAXESS HOLDDINGS INC		85,379	87,006
MEDTRONIC INCL	106,853		
RUBICON TECHNOLOGIES	107,705	107,705	43,780
SPDR GOLD TRUST	58,327		
SURMODICS INC	206,376	206,376	126,828
TIME WARNER INC CABLE	1,100	882	2,710
TIME WARNER INC NEW	158,802	83,586	139,440
TYLER TECHNOLOGIES INC		98,617	112,343
WINDSTREAM CORP	125,010		
WORKDAY INC		98,262	99,792
XILINX INC	248,196	248,196	367,360
<b>TOTAL</b>	<b>2,676,854</b>	<b>2,100,207</b>	<b>\$ 2,261,919</b>

Attach #2

WEST FOUNDATION, INCORPORATED - 2013  
#1 PACIFIC INCOME ADVISERS  
1579-6873 WELLS FARGO

23-7416727

DESCRIPTION	2013 BEGINNING BOOK VALUE	2013 ENDING BOOK VALUE	2013 ENDING FMV
3M CO		14,856 19	18,933 75
AFLAC INC		15,612 72	18,236 40
AIR PRODUCTS & CHEMICALS INC		12,896 53	15,090 30
ANALOG DEVICES INC		15,051 56	16,654 11
AT & T INC		17,487 38	17,790 96
AUTOMATIC DATA PROCESSING		15,382 24	18,583 77
BAXTER INTERNATIONAL INC		15,597 38	15,509 65
BECTON DICKINSON & CO		14,388 03	16,794 48
CHEVRON CORPORATION		16,684 75	17,237 58
CHUBB CORP		14,735 15	16,813 62
CLOROX COMPANY		14,700 43	16,604 04
COLGATE-PALMOLIVE CO		14,869 56	16,954 60
CONOCOPHILLIPS		17,400 76	19,216 80
EATON VANCE CORP NON VTG		8,865 33	9,841 70
EMERSON ELECTRIC CO		14,086 26	16,632 66
EXXON MOBIL CORP		19,970 20	21,758 00
FACTSET RESEARCH SYSTEMS INC		12,403 03	13,246 76
GENERAL MILLS INC		13,984 45	15,072 82
GENL DYNAMICS CORP COM		13,672 48	16,721 25
GRAINGER WW INC		10,979 75	12,004 74
HARRIS CORP DEL		13,475 04	17,941 17
ILLINOIS TOOL WORKS INC		15,262 25	18,749 84
IBM		12,887 85	12,192 05
JM SMUCKER CO		15,742 12	16,475 58
JOHNSON & JOHNSON		15,123 21	16,669 38
KELLOGG COMPANY		14,346 41	14,107 17
LOWES CO		17,872 81	20,513 70
MCDONALDS		12,578 54	12,807 96
MEDTRONIC INC		15,452 20	17,389 17
MICROSOFT CORP		17,930 25	22,071 90
NEXTERA ENERGY INC		15,691 70	17,124 00
NORDSTROM INC		14,870 93	15,697 20
NORFOLK SOUTHERN CORP		14,255.09	17,916 19
NORTHEAST UTILITIES		14,704 68	14,836 50
NOVARTIS AG SPON ADR		14,464 44	16,397 52
PAYCHEX INC		14,042 05	17,620 11
PEPSICO INCORPORATED		14,472 28	15,178 02
PHILLIPS 66		8,933 83	11,800 89
POLARIS INDS INC		19,889 20	28,254 16
PRAS=XAIR INC		16,505 80	18,594 29
PROCTER & GAMBLE CO		14,108 13	15,060 85
SCANA CORP COM		6,310 26	6,053 97
SIGMA ALDRICH CORP		14,138 50	16,545 76
SYSCO CORP		13,607 95	14,656 60

Attach #3

1579-6873 continued

TARGET CORP	14,568.95	13,982.67
THE SOUTHERN COMPANY	12,463.55	11,593.02
UNITED TECHNOLOGIES CORP	14,523.24	16,956.20
VF CORPORATION	15,226.90	21,694.32
WALMART STORES INC	14,975.74	15,895.38
WISCONSIN ENERGY CORP	6,577.74	6,655.74
<b>TOTAL - STOCKS</b>	<b>718,625.82</b>	<b>811,129.30</b>

**CORPORATE BONDS**

VERIZON NOTES 2 00%	9,994.80
WACHOVIA CORP 6 150%	9,318.72
CONOCOPHILLIPS NOTE 4 60%	9,858.93
JPMORGAN CHASE NOTES 4 750%	9,566.79
GENERAL ELECTRIC NOTES 5 40%	9,757.65
GOLDMAN SACHS GROUP NOTES 6 150%	9,719.91
AT&T NOTES 5 60%	9,089.50
UNITED TECHNOLOGIES 3 100%	9,653.22
	<u>76,959.52</u>

**GOVERNMENT BONDS**

US TREASURY NOTES	13,419.50
FED HOME LN MTG NOTES	26,353.60
FED HOME LN MTG NOTES	23,223.64
US TREASURY NOTES	19,830.57
FED NATL MTG ASSN NOTES	26,368.85
US TREASURY NOTES	25,438.00
US TREASURY NOTES	25,714.84
US TREASURY NOTES	30,167.60
US TREASURY NOTES	10,113.71

**TOTAL - BONDS** 200,630.31  
*government*

**MUTUAL FUNDS**

ADVISORS SERV TR BOND FUND	40,354.66	-0-	-0-
<b>TOTAL</b>	<b>317,944.49</b>	<b>718,625.82</b>	<b>811,129.30</b>

WEST FOUNDATION, INCORPORATED - 2013  
 #2 PIMCO  
 2683-6613 WELLS FARGO

23-7416727

<u>DESCRIPTION</u>	<u>2013 BEGINNING BOOK VALUE</u>	<u>2013 ENDING BOOK VALUE</u>	<u>2013 ENDING FMV</u>
<b>GOVERNMENT BONDS</b>			
US TREASURY NOTES 75%	42,169 09		
US TREASURY NOTES 1 375%	10,948 44		
US TREASURY NOTES 0 125%	29,639 88		
US TREASURY NOTES 2 5%	9,273 20		
<b>GOVERNMENT ASSET BACKED/ CMO SECURITIES</b>			
FNMA PASS THRU 4 50%	3,395 49		
FNMA PASS THRU 4 50%	5,166 72		
FNMA PASS THRU 4 50%	7,970 69		
FNMA PASS THRU 5 00%	3,582 88		
FNMA PASS THRU 4 00%	12,191 10		
FNMA PASS THRU 3 50%	8,659 27		
FNMA PASS THRU 6 00%	5,017 89		
FNMA PASS THRU 4 00%	12,582 15		
FNMA PASS THRU 3 50%	9,541 19		
FNMA PASS THRU 3 50%	16,599 93		
FNMA PASS THRU 3 00%	10,517 73		
			-
ALLIANZ GLOBAL INV MAN	73,823 33		
ALLIANZ GLOBAL SERVICE	69,416 55		
<b>TOTAL</b>	<b>330,495.53</b>	<b>-0-</b>	<b>-0-</b>

Attach #4



WEST FOUNDATION, INCORPORATED - 2013  
#3 ESTABROOK  
4062-5584 WELLS FARGO

<u>DESCRIPTION</u>	<u>2013 BEGINNING BOOK VALUE</u>	<u>2013 ENDING BOOK VALUE</u>	<u>2013 ENDING FMV</u>
ALLEGION PLC		1,716 24	2,253 69
ALLSTATE	9,839 17	11,640 01	17,289 18
AMERICAN EXPRESS	13,169 24	12,843.89	23,771 26
BB & T CORP	9,184 17	11,478 40	12,502 20
BANCOLATINOAMERICANO DE COM		13,355 84	16,139.52
BORG WARNER	12,225 56	14,906 02	30,303 22
CISCO SYSTEMS	23,709.53	23,122 11	26,377 68
COSTCO WHSL	6,287 43	11,682 17	15,234.56
DUPONT	18,910 29	28,792 00	36,902 96
EMC CORP	11,468 78	18,360 79	19,591 85
EATON CORP	18,100 19	16,942 05	28,164 40
EMERSON ELECTRIC	18,674 61		
EOG RESOURCES	19,571 75	20,528 48	32,225 28
EQT CORP	14,563 55	18,630 04	29,627 40
FORD MOTOR CO	12,854 20	22,672 53	29,317 00
HUMANA	8,772 61	16,482 42	25,392 12
INGERSOLL-RAND	9,155 42	5,473 25	9,486 40
INTEL C ORP	13,983 57	28,238 86	32,184 20
IBM	12,218 80	18,366 35	21,382 98
JPMORGAN	33,272 12	34,175 12	44,503 28
MACY'S INC	9,924 72	10,612 95	21,840 60
MERCK & CO INC NEW		12,392 05	12,812 80
MICROSOFT	21,277 29	30,216 40	38,120 79
NORFOLK	20,153 13	22,372 75	31,747 86
POTASH CORP	8,763 69		
PROCTOR & GAMBLE	13,714 80	17,354 94	20,678 14
QEP RESOURCES	8,376 70	14,327 89	14,650 70
QUALCOMM INC	16,586 46	20,892 30	25,913 25
QUESTAR CORP	15,506.51	13,090 47	16,437 85
SANOFI-AVENTIS	21,041 60	19,108 71	27,941 23
SCHLUMBERGER LTD	19,089 41	24,074 34	26,762 67
SONOCO PRODUCTS	12,766 15	18,246 16	21,360 64
SPECTRA ENERGY	12,797 91	19,693 58	25,860 12
TARGET CORP	10,402 67	12,250 55	12,211 11
TIFFANY & CO	9,951 74	11,492 45	17,349 86
TRAVELERS COS	13,118 81	16,110 38	22,544 46
UNION PACIFIC CORP	13,096 40	16,033 71	23,688 00
UNITED HEALTH GROUP	18,750 37	19,906 32	35,315 70
US BANCORP	23,901 00	20,505 39	28,724 40
VERIZON COMM	13,309 44	20,103 65	25,356 24
WASTE MGMT	16,435 23	19,351 28	23,242 66
WEATHERFORD INTERNATIONAL LTD		20,188 82	23,389 90
WELLS FARGO CO	23,023 54	26,649 29	36,501 60
WESTERN UNION	12,782 74		
<b>TOTAL</b>	<b>600,731.30</b>	<b>734,380.95</b>	<b>985,099.76</b>

**WEST FOUNDATION, INCORPORATED - 2013**  
**#4 DORSEY WRIGHT**  
**5153-6343 WELLS FARGO**

<u>DESCRIPTION</u>	<u>2013 BEGINNING BOOK VALUE</u>	<u>2013 ENDING BOOK VALUE</u>	<u>2013 ENDING FMV</u>
ACTAVIS PLC		39,598 40	53,088 00
AOL INC	23,395 85		
ALASKA AIR GROUP		35,607 35	55,320 98
ALLIANT TEC HSYSTEMS INC		41,090 43	51,592 32
APPLE INC	32,267.92		
BIOGEN IDEC INC		39,805 01	75,204 86
BLACK HILLS CORPORATION		33,843 87	41,167 84
BOSTON SCIENTIFIC CORP		42,025 02	43,897 04
CBS	35,098 58	35,098 58	63,293 82
CARBO CERAMICS INC			
CHIPOTLE MEXICAN GRILL			
CHURCH & DWIGHT INC			
CROWN CASTLE INTL CORP	35,542 83		
CUMMINS INC			
DAVITA INC	36,036 44		
DECKERS OUTDOOR CORP			
DISCOVER FINANCIAL	34,216 46	34,216 46	76,707 45
EBAY INC	36,235 04		
EQUITY RESIDENTIAL			
FLOWERVE CORP		25,583 93	38,547 87
FMC CORP NEW	34,881 74		
FOSSIL INC			
GARDNER DENVER INC			
GENWORTH FINANCIAL INC CL-A		37,100 55	60,908 66
HOLLYFRONTIER	35,441 55		
HUNTINGTON INGALLS INDUSTRIES INC		45,118 68	49,775 53
INTUITIVE SURGICAL INC			
KROGER COMPANY COMMON		32,016 46	36,683 84
LANCASTER COLONY CORP			
LAUDER ESTEE COS			
MENTOR GRAPHICS CORP	26,254 71	26,254 71	41,761 45
MINERALS TECHNOLOGIES INC		34,441 63	34,720 46
NETFLIX COM INC		34,897 77	56,330 01
NEWMARKET CORP			
NISOURCE INC			
NRG ENERGY INC	35,854 12		
OCEANEERING INTL INC		35,371 30	37,389 12
OGE ENERGY CORP			
OMNICARE INC		32,569 43	35,974 56
ONEOK INC NEW	36,037 01		
PERRIGO CO	27,722 82		
PPG INDUSTRIES INC		35,689.04	36,414 72
PITNEY BOWES INC		36,260 23	36,860 60
RESMED	27,572 47		
SERVICE CORP INTERNATIONAL	36,263 13	36,263 13	48,044 50

Attach #16

5153-6343 continued

SHERMAN WILLIAMS CO	39,029 98		
SM ENERGY CO COM		34,589 32	34,573 76
TAUBMAN CENTERS INC REIT	36,371 10		
TRIUMPH GROOUP INC NEW	38,467 70		
VF CORPORATION	32,976.62		
VALSPAR CORPORATION	36,017 41		
WATSON PHARMACEUTICALS	26,704 78		
WELLCARE HEALTH PLANS			
WILLIAMS COMPANIES	26,496.75		
WORTHINGTON IND INC		43,439.03	50,243 52
WPX ENERGY	4,665 52		
YAHOO		37,873 23	55,160 16
<b>TOTAL</b>	<b>733,550.53</b>	<b>828,753.56</b>	<b>1,113,661.07</b>

## WEST FOUNDATION, INCORPORATED - 2013

23-7416727

## 7744-1934 WELLS FARGO

<u>DESCRIPTION</u>	<u>2013 BEGINNING BOOK VALUE</u>	<u>2013 ENDING BOOK VALUE</u>	<u>2013 ENDING FMV</u>
ACADIA HEALTHCARE CO		15,683.77	21,724 47
AFFILIATED MANAGERS GROUP		10,758 17	12,795 92
ALEXION PHARMACEUTICALS INC	7,813 29		
ALLIANCE DATE SYSTEMS CORP	14,138 38	19,505 94	34,180 90
ALTISOURCE ASSET MANAGEMENT CORP	381 35		
ALTISOURCE PORTFOLIO	4,484 05		
ALTISOURCE RESIDENTIAL CORP-CL B	248 75		
AMAZON COM INC	17,109 75	20,599 33	32,700 78
APPLE INC	24,045 00		
BE AEROSPACE INC		22,258 74	28,545.84
CABOT OIL & GAS	14,523 64	17,844 66	26,473 08
CATAMARAN CORP	20,329 03		
CELGENE CORP		21,871 56	32,441 85
CHIPOTLE MEXICAN GRILL	15,903 42	16,538 32	19,712 86
CONTINENTAL RESOURCES INC	20,034 25	15,141 30	21,266 28
COPA HOLDINGS SA CL A		9,588 01	11,047 59
COVIDIEN PLC	5,028 88		
DISCOVERY COMMUNICATIONS INC A	5,128 54	21,396 62	26,583 48
DUNKIN' BRANDS GRP INC		8,636 08	10,411 20
EBAY INC	16,114 47		
ECOLAB INC		5,527 02	5,943 39
EDWARDS LIFESCIENCE C ORP	13,823 98		
EVERBANK FINANCIAL CORP	3,789.79		
FACEBOOK INC CLASS A	5,082 97		
FASTENAL CO	13,668 61		
FINANCIAL ENGINES INC		16,726 17	28,764 72
FIRST REPUBLIC BANK SAN FRAN, CA		6,132 33	6,282 00
FLEETCOR TECHNOLOGIES	8,550 26	12,895 46	30,347 03
FRESH MARKET INC	13,316 39		
GARTNER INC NEW	10,923 18	12,656 32	18,188 80
GILEAD SCIENCES INC	6,975 39	17,848 21	28,988 60
GOOGLE		7,144 24	8,965 68
GUIDEWIRE SOFTWARE INC		14,771 82	17,959 62
INDEXX LABORATORIES INC	7,933 17		
INTUITIVE SURGICAL INC	21,713 63		
KANSAS CITY SOUTHERN INDS INC	15,244 19	15,244 19	
KANSAS CITY SOUTHERN NEW		5,231 81	30,462 18
LINKEDIN CORP CLASS A	5,891.22	24,588 82	31,874 01
LITHIA MTRS INC CL A		5,201 21	6,386 64
LKQ CORPORATION		20,801 40	21,648 20
LUMBER LIQUIDATORS HLDGS INC		8,452 66	8,436 98
MARKETAXESS HOLDINGS INC		16,994 92	18,204 41
MASTERCARD INC CL A	17,834 45	19,708 20	34,253 86
MELCO PBL ENTERTAINMENT ADR		14,893 34	21,453 34
MIDDLEBY CORP		13,608 86	16,301 23

7744-1934 continued

MONSANTO CO NEW	14,048 77		
QIWI PLC SPONSORED ADR RPSTG CL B		6,105 45	7,168 00
QUALCOMM INC	5,698 83		
REGENERON PHARMACEUTICAL INC		16,220 14	16,789 64
SALESFORCE COM	18,066 88	10,782 76	14,459 78
SBA COMMUNICATIONS CORP	12,113 74	21,057 62	26,952 00
SOLARWINDS INC	12,425 38		
SPS COMMERCE INC		5,602 99	7,248 30
STARBUCKS CORP	9,124 29	11,724 61	15,442 83
STERICYCLE INC	15,086 07	13,625 08	17,657 84
T ROWE PRICE GROUP INC	10,067 88		
TERADATA CORP	4,333.00		
TEXTURA			
TRACTOR SUPPLY COMPANY	21,334 21	27,293 89	40,962 24
TRANSDIGM GROUP INC	10,159 04		
TRIMBLE NAVIGATIONS LTD	15,694 06		
TRIPADVISOR INC		11,364 21	11,596 20
TYLER TECHNOLOGIES INC		5,727 41	7,761 88
ULTRA SALON COSMETICS & FRAGRANCE	10,891 02		
UNDER ARMOUR INC CLASS A	5,658 00		
VMWARE INC CLASS A	11,327 76		
VIRTUS INVESTMENT PARTNERS INC		8,814 64	9,802 45
WORKDAY INC CLASS A	7,393 03	27,339 59	35,841 96
YELP INC		5,689 38	5,653 90
<b>TOTAL</b>	<b>493,451.99</b>	<b>609,597.25</b>	<b>829,681.96</b>